

UNITED STATES BANKRUPTCY COURT Southern District of New York				VOLUNTARY PETITION	
Name of Debtor (if individual, enter Last, First, Middle): AGRIPPA LLC			Name of Joint Debtor (Spouse) (Last, First, Middle):		
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):		
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): EIN 20-4858216			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):		
Street Address of Debtor (No. and Street, City, and State): 445 Lafayette Street, 12a New York, NY <div style="text-align: right;">ZIP CODE 10003</div>			Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>		
County of Residence or of the Principal Place of Business:			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>			Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>		
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right;">ZIP CODE</div>					
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.			Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).		
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000					
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					

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JAN 24 P 3:25
S.D.N.Y.
BANKRUPTCY COURT

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s):	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor:		Case Number:	
District: Southern District of New York		Relationship:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition*(This page must be completed and filed in every case.)*

Name of Debtor(s):

Signatures**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

Signature of Attorney*

X _____
Signature of Attorney for Debtor(s)

Printed Name of Attorney for Debtor(s)

Firm Name

Address

Telephone Number

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Authorized Individual
Sam Klein

Printed Name of Authorized Individual
Authorized Signatory

Title of Authorized Individual

Date
01/21/2011

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

☐ Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(b), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re Agrippa, LLC,) Case No. _____
 Debtor)
)
) Chapter 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is _____.

2. The following financial data is the latest available information and refers to the debtor's condition on January 24, 2011.

a. Total assets \$ 4,100,000.00

b. Total debts (including debts listed in 2.c., below) \$ 3,148,810.10

c. Debt securities held by more than 500 holders:

Approximate
number of
holders:

secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____	_____
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____	_____
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____	_____
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____	_____
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____	_____

d. Number of shares of preferred stock 0

e. Number of shares common stock _____

Comments, if any: _____

Debtor is a limited liability company

3. Brief description of debtor's business:

Ownership of Apartment 12A, 445 Lafayette Street, New York, NY

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: _____

Sam Klein

WRITTEN CONSENT OF SOLE MEMBER OF AGRIPPA LLC

The undersigned, being the managing member of Agrippa LLC, a New York limited liability company (the "**Company**"), acting pursuant to the Limited Liability Company Agreement of the Company, hereby adopts, by this written consent, the following resolutions and directs that this written consent be delivered to the Secretary of the Company for filing in the Company's records:

WHEREAS, it would be in the best interests of creditors for the Company to file a voluntary petition for relief under Chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), it is:

RESOLVED, that the Company file as soon as practicable a petition for relief under chapter 11 of the Bankruptcy Code.

FURTHER RESOLVED, that any of the persons listed on Exhibit A (each, an "**Authorized Signatory**") be, and each of them hereby is, authorized to execute and deliver, on behalf of the Company, the necessary and/or appropriate documents, together with such changes to any or all of the foregoing as they or any one of them, with advice of counsel, may deem necessary or desirable, and any and all other documents, instruments or agreements in connection therewith or necessary, appropriate or desirable to consummate the transactions contemplated thereby; and the execution of any such documents, instruments or agreements or the taking of any action in connection with the foregoing matters shall conclusively establish such Authorized Signatory's authority therefor from the Company and the ratification and confirmation by the Company of the documents, instruments or agreements so executed or the actions so taken;

FURTHER RESOLVED, that any and all such action heretofore taken in respect of the matters described in these resolutions be, and hereby is, ratified and confirmed by the Company, as its act and deed.

[Remainder of this page is intentionally left blank]

IN WITNESS WHEREOF, the undersigned has executed this action this 24 day of January, 2011.

A handwritten signature in black ink, consisting of a large, loopy capital 'S' followed by a stylized 'K' and 'L'.

Name: Sam Klein

Exhibit A

Authorized Signatories

- 1) Sam Klein.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re.

Agrippa, LLC

Chapter 11 Case No.

Rule 1007-2 Affidavit

Samuel Klein, under penalty of perjury, states as follows:

1. Agrippa, LLC, is a single member limited liability company formed under the laws of the State of New York.

2. I am the sole member of Agrippa, LLC ("Agrippa")

3. Agrippa owns 375 shares in Astor Place Associates which permits the owner of such shares to occupancy of Apartment 12A located at 445 Lafayette St., New York, NY. The shares relating to Apartment 12A secure indebtedness owed to Bank of America, N.A. in the approximate amount of \$3.1 million. The indebtedness arose in connection with a promissory note dated May 23, 2006 in the amount of \$3,200,000 payable to United States Trust Company. On or about June 4, 2010, Bank of America as successor to United States Trust Company declared the Agrippa loan to be in default notwithstanding the fact that Agrippa was at the time of the notice of default, current with respect to payment of principal and interest on the loan. Bank of America has given Agrippa notice that it intends to have a foreclosure sale of Agrippa's interest in the apartment on February 16, 2011. I believe that the fair market value of the apartment exceeds the dollar amount of the indebtedness secured by the apartment.

4. Agrippa has two unsecured creditors:

- a) Storch Amini & Munves PC
140 East 45th Street, 25th Floor
New York, NY 10017
(212) 490-4100
Attn: Bijan Amini Esq

Amount of claim \$23,623.69

Claim is neither disputed, contingent, unliquidated or partially secured.

- b) Herbert P. Minkel, Jr.
68 Bumps Rover Road
Osterville, MA 02655
(508) 428-1458

Amount of claim \$11,500.00

Claim is neither disputed, contingent, unliquidated, or partially secured.

5. Agrippa's only secured creditor is Bank of America, N.A., Michael Maidman, CT2-102-19-01, 777 Main Street, Hartford, CT. The Bank of America claim is approximately \$3,113,686.41. The claim is fully secured by Apartment 12A, which has a value in excess of \$3.5 - \$3.8 million. Bank of America's claim is disputed.

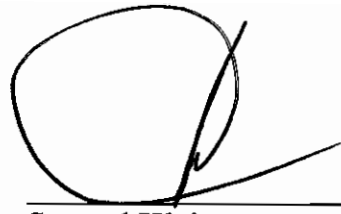
6. Agrippa's sole asset is its ownership of Apartment 12A, 445 Lafayette St., New York, NY. Agrippa's liabilities are as set forth in paragraph 2 and 3 hereof.

7. Agrippa has one class of member interests and I am the sole owner.

8. Agrippa has no property in the custody of a custodian or third party other than 375 shares of Astor Place Associates pledged to secure the Bank of America indebtedness.

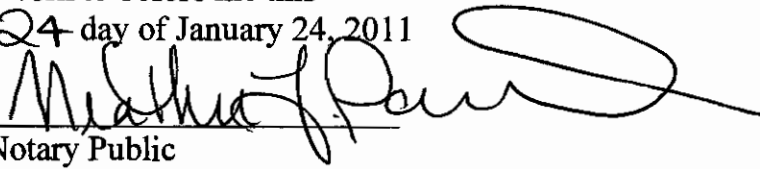
9. Agrippa's business records are located at the offices of PLC Partners, LLC, 20 East 46th Street, 15th Floor, New York, NY.

Sworn to under penalty of perjury.



Samuel Klein

Sworn to before me this
24 day of January 24, 2011



Notary Public

HEATHER J. PARSONS
Notary Public, State of New York
No. 01PA6175958
Qualified in New York County
Commission Expires Oct. 22, 2011



UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

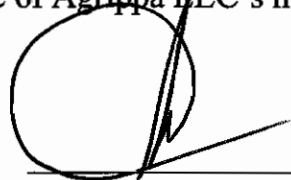
In re.

Agrippa, LLC

Chapter 11 Case No.

Corporate Ownership Statement

All of the member interests in Agrippa, LLC are owned by Samuel Klein. Thus, there is no corporation which owns 10 percent or more of Agrippa LLC's membership interests.

A handwritten signature in black ink, appearing to be 'S. Klein', written over a horizontal line.

Samuel Klein

UNITED STATES BANKRUPTCY COURT

Southern District of New York

In re Agrippa, LLC,
Debtor

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

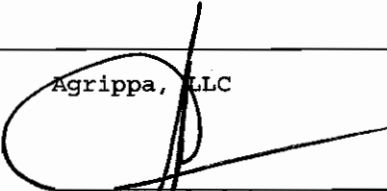
Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured also state value of security]
Storch Amini & Munves, PC 140 East 45th Street New York, NY 10017	Bijan Amini, Esq. 140 East 45th Street New York, NY 10017 212-420-4100	Services Rendered		
Herbert P. Minkel, Jr. 68 Bumps River Road Osterville, MA 02655	Herbert P. Minkel, Jr. 68 Bumps River Road Osterville, MA 02655 508-428-1456	Services Rendered		

Date:

1/24/2011

Agrippa, LLC


 Name: Samuel Klein
 Title: Managing Member

[Declaration as in Form 2]

Bank of America, N.A.
114 West 47th Street
New York, NY 10036

Storch Amini & Munves, PC
140 East 45th Street
New York, NY 10017

Herbert P. Minkel, Jr.
68 Bumps River Road
Osterville, MA 02655

AGRIPPA, LLC

LIST OF CREDITORS HOLDING SECURED OR UNSECURED CLAIMS

Name of Creditor

Address

Bank of America, N.A.

114 West 47th Street
New York, NY 10036

Storch Amini & Munves, PC

140 East 45th Street
New York, NY 10017

Herbert P. Minkel, Jr.

68 Bumps River Road
Osterville, MA 02655